

TRADEMARK ASSIGNMENT

Electronic Version v1.1
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	MERGER		
EFFECTIVE DATE:	12/31/2004		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
C-Tech Industries, Inc.		12/30/2004	CORPORATION: COLORADO
RECEIVING PARTY DATA			
Name:	C-Tech Enterprises, Inc.		
Street Address:	4275 NW Pacific Rim Blvd.		
City:	Camas		
State/Country:	WASHINGTON		
Postal Code:	98607		
Entity Type:	CORPORATION: DELAWARE		
PROPERTY NUMBERS Total: 17			
Property Type	Number	Word Mark	
Registration Number:	0871254	HOTSY	
Registration Number:	1058972	HOTSY	
Registration Number:	1202298		
Registration Number:	1176510	"THE HOTSY MAN"	
Registration Number:	1137227	SHARK	
Registration Number:	1237673	HOTSY AUTHORIZED SALES & SERVICE CENTER	
Registration Number:	1266899	HOTSY TUB	
Registration Number:	1347245	HAWK	
Registration Number:	1367332	HAWK	
Registration Number:	1347246		
Registration Number:	1400926	HAWK	
Registration Number:	1464293	HURRISYSTEM	
Registration Number:	1954972	SHARK	

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TRADEMARK
REEL: 003051 FRAME: 0957

Registration Number:	2335639	RHINO INDUSTRIES
Registration Number:	2340896	RHINO
Registration Number:	1881874	CUDA
Serial Number:	76546471	SHARK

CORRESPONDENCE DATA

Fax Number: (503)220-2480

Correspondence will be sent via US Mail when the fax attempt is unsuccessful.

Phone: 5032949656

Email: tm-pdx@stoel.com

Correspondent Name: Gary W. Glisson c/o STOEL RIVES LLP

Address Line 1: 900 SW Fifth Ave., Ste. 2600

Address Line 4: Portland, OREGON 97204

NAME OF SUBMITTER:	Gary W. Glisson
Signature:	/Gary W. Glisson/
Date:	03/23/2005

Total Attachments: 4

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Delaware

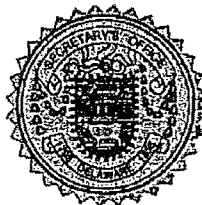
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"C-TECH INDUSTRIES, INC.", A COLORADO CORPORATION,
WITH AND INTO "C-TECH ENTERPRISES, INC." UNDER THE NAME OF
"C-TECH ENTERPRISES, INC.", A CORPORATION ORGANIZED AND EXISTING
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED
IN THIS OFFICE THE THIRTIETH DAY OF DECEMBER, A.D. 2004, AT
11:09 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE
NEW CASTLE COUNTY RECORDER OF DEEDS.



2794592 8100M

040952846

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3588402

DATE: 12-30-04

State of Delaware
Secretary of State
Division of Corporations
Delivered 11:09 AM 12/30/2004
FILED 11:09 AM 12/30/2004
SRV 040952846 - 2794592 FILE

STATE OF DELAWARE
CERTIFICATE OF OWNERSHIP
MERGING

C-TECH INDUSTRIES, INC.

INTO

C-TECH ENTERPRISES, INC.

(Pursuant to Section 253 of the General Corporate Law of Delaware)

C-Tech Enterprises, Inc., a corporation incorporated on the 10th day of September, 1997, pursuant to the provisions of the General Corporation Law of the State of Delaware;

DOES HEREBY CERTIFY that this corporation owns 100% of the capital stock of C-Tech Industries, Inc., a corporation incorporated on the 21st day of August, 1985, pursuant to the provisions of the Colorado Business Corporation Act, and that this corporation, by a resolution of its Board of Directors duly adopted by unanimous written consent dated the 28th day of December, 2004, determined to merge into itself said C-Tech Industries, Inc., which resolution is in the following words to wit:

"WHEREAS, this Board of Directors has reviewed the terms and provisions of that certain Agreement and Plan of Merger dated as of December 31, 2004 (the "C-Tech Merger Agreement") between the Corporation and C-Tech Industries, Inc., a Colorado corporation and a wholly owned subsidiary of the Corporation ("C-Tech"), pursuant to which, at 11:59 p.m. Eastern Standard Time on December 31, 2004, C-Tech will be merged with and into the Corporation and the separate corporate existence of C-Tech will cease; and

WHEREAS, this Board of Directors believes that the terms of the C-Tech Merger Agreement are fair and reasonable and that the execution and delivery by the Corporation of the C-Tech Merger Agreement and the other documents required to be executed and delivered by the Corporation in connection therewith, and the consummation of the transactions contemplated thereby, have a valid business purpose and are advisable and in the best interests of the Corporation;

IT IS HEREBY:

RESOLVED, that the form, terms and provisions of the C-Tech Merger Agreement, in the form submitted to this Board of Directors, are hereby approved and adopted; and

FURTHER RESOLVED, that the President and the Secretary of the Corporation are hereby authorized to execute and deliver the C-Tech Merger Agreement for and on behalf of the Corporation, substantially in the form submitted to this Board of Directors, with such changes therein and additions thereto as shall be approved by such President and Secretary, such approval to be evidenced conclusively by their execution and delivery thereof; and

FURTHER RESOLVED, that the President and the Secretary of the Corporation are hereby authorized to execute and deliver for filing with the Secretary of State of the State of Delaware a Certificate of Ownership and Merger, and with the Secretary of State of the State of Colorado a Statement of Merger, each in such form, with such additions, deletions or changes therein, and modifications thereof, if any, as such President and Secretary shall approve, their signature to be conclusive evidence of their approval of such additions, deletions, changes or modifications; and

FURTHER RESOLVED, that the President and the Secretary of the Corporation are hereby authorized and directed to take all other actions which they may deem necessary or appropriate in order to effect the purpose and intent of the foregoing resolutions."

The Certificate of Incorporation of this corporation, as now in force and effect, shall be the Certificate of Incorporation of the surviving corporation in the merger.

IN WITNESS WHEREOF, said parent corporation has caused its corporate seal to be affixed and this certificate to be signed by an authorized officer this 30th day of December, 2004.

C-TECH ENTERPRISES, INC.

By: 

Andrew G. Gale
President and CEO

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